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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2012

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2012 or tax year beginning JUL 1, 2012, and ending JUN 30, 2013

Name of foundation THE FLOY L. AND PAUL F. CORNELSEN CHARITABLE FOUNDATION

A Employer identification number

43-1635732

Number and street (or P O box number if mail is not delivered to street address)
337 WEST LOCKWOOD AVENUE, STE D

Room/suite

City or town, state, and ZIP code

ST. LOUIS, MO 63119

C If exemption application is pending, check here ►

G Check all that apply:
Initial return
Final return
Address changeInitial return of a former public charity
Amended return
Name change

D 1. Foreign organizations, check here ►

2. Foreign organizations meeting the 85% test, check here and attach computation ►

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) J Accounting method: Cash Accrual
(\$ 7,596,440. (Part I, column (d) must be on cash basis.)

E If private foundation status was terminated under section 507(b)(1)(A), check here ►

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received 2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B 3 Interest on savings and temporary cash investments	2,000,000.		N/A	
4 Dividends and interest from securities	132,894.	132,894.		STATEMENT 1
5a Gross rents b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	15,151.			
7 Capital gain net income (from Part IV, line 2)		15,151.		
8 Net short-term capital gain				
9 Income modifications Gross sales less returns and allowances				
10a Less Cost of goods sold b Gross profit or (loss)				
11 Other income	534.	215.		STATEMENT 2
12 Total. Add lines 1 through 11	2,148,579.	148,260.		
13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits	0.	0.		0.
16a Legal fees b Accounting fees c Other professional fees	1,500.	NOV 5 2013	RECEIVED	750.
17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy	1,074.	0.		
21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses	6,100.	3,050.		3,050.
24 Total operating and administrative expenses. Add lines 13 through 23	15,648.	15,648.		0.
25 Contributions, gifts, grants paid	24,322.	19,448.		3,800.
26 Total expenses and disbursements. Add lines 24 and 25	289,500.			289,500.
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)	313,822.	19,448.		293,300.
	1,834,757.			
		128,812.		
			N/A	

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	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		2,856.	2,256.	2,256.
	2 Savings and temporary cash investments		223,226.	970,993.	970,993.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations	STMT 5	363,026.	498,642.	514,567.
	b Investments - corporate stock	STMT 6	3,422,509.	4,252,620.	4,820,061.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 7	628,116.	743,534.	769,739.
	14 Land, buildings, and equipment basis ►	7,519.			
	Less accumulated depreciation	STMT 8 ►	1,074.	0.	6,445.
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		4,639,733.	6,474,490.	7,084,061.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		4,639,733.	6,474,490.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30 Total net assets or fund balances		4,639,733.	6,474,490.	
	31 Total liabilities and net assets/fund balances		4,639,733.	6,474,490.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,639,733.
2 Enter amount from Part I, line 27a	2	1,834,757.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	6,474,490.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,474,490.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CHARLES SCHWAB			P	VARIOUS	06/30/13
b CHARLES SCHWAB			P	VARIOUS	06/30/13
c CD BRAND BANKING			P	04/22/10	04/30/13
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)	
a 49,991.		44,737.		5,254.	
b 712,030.		702,133.		9,897.	
c 75,000.		75,000.		0.	
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a				5,254.	
b				9,897.	
c				0.	
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	15,151.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	229,412.	4,617,524.	.049683
2010	193,061.	4,711,288.	.040978
2009	118,625.	4,255,569.	.027875
2008	121,287.	3,878,768.	.031269
2007	296,375.	5,635,561.	.052590

2 Total of line 1, column (d) .202395

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years .040479

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 6,477,523.

5 Multiply line 4 by line 3 262,204.

6 Enter 1% of net investment income (1% of Part I, line 27b) 1,288.

7 Add lines 5 and 6 263,492.

8 Enter qualifying distributions from Part XII, line 4 293,300.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	1,288.
Date of ruling or determination letter:			2	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			3	1,288.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			4	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			5	1,288.
3 Add lines 1 and 2				
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-				
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6a	640.	
b Exempt foreign organizations - tax withheld at source		6b		
c Tax paid with application for extension of time to file (Form 8868)		6c		
d Backup withholding erroneously withheld		6d		
7 Total credits and payments. Add lines 6a through 6d		7	640.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	648.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ►		11		
			Refunded ►	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	X	
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
<u>MO</u>			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14 The books are in care of ► KRISTINA L. CORNELSEN Located at ► 337 WEST LOCKWOOD AVE, STE D, ST. LOUIS, MO		Telephone no. ► 314-961-7775 ZIP+4 ► 63119
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A**

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

►

5b

6b

X

N/A

7b

N/A

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

► 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		
3		

All other program-related investments. See instructions.

3		

Total. Add lines 1 through 3 ► 0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	5,761,929.
b Average of monthly cash balances	1b	814,236.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	6,576,165.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	6,576,165.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	98,642.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,477,523.
6 Minimum investment return. Enter 5% of line 5	6	323,876.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	323,876.
2a Tax on investment income for 2012 from Part VI, line 5	2a	1,288.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,288.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	322,588.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	322,588.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	322,588.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	293,300.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	293,300.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,288.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	292,012.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				322,588.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	20,329.			
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	20,329.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 293,300.			0.	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount			293,300.	
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	20,329.			20,329.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				8,959.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

223581
12-05-12

Form 990-PF (2012)

THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION

Form 990-PF (2012)

43-1635732

Page 10

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

		Prior 3 years				(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2	a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
	b 85% of line 2a					
	c Qualifying distributions from Part XII, line 4 for each year listed					
	d Amounts included in line 2c not used directly for active conduct of exempt activities					
	e Qualifying distributions made directly for active conduct of exempt activities.					
	Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon:					
	a "Assets" alternative test - enter:					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
	b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
	c "Support" alternative test - enter:					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

6 Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION

Form 990-PF (2012)

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Part XV **Supplementary Information** (continued)

3 · Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
OPERATION BRIGHTSIDE 4646 SHENANDOAH AVE ST. LOUIS, MO 63110	NONE	EXEMPT	GENERAL FUNDING - CONEFLOWER SHADE STRUCTURES	95,000.
PACIFIC LUTHERAN UNIVERSITY 12180 PARK AVE.S TACOMA, WA 98447	NONE	EXEMPT	GENERAL FUNDING - MOBILE EDUCATION PROJECT	100,000.
MIDWEST ADULT AUTISM PROJECT 11786 WESTLINE INDUSTRIAL DRIVE ST. LOUIS, MO 63146	NONE	EXEMPT	GENERAL FUNDING	25,000.
WINGS OF HOPE 18370 WINGS OF HOPE BLVD ST. LOUIS, MO 63005	NONE	EXEMPT	GENERAL FUNDING	15,000.
MINISTRY MENTORS P.O. BOX 2697 GLENVIEW, IL 60025	NONE	EXEMPT	GENERAL FUNDING	20,500.
Total	SEE CONTINUATION SHEET(S)			► 3a 289,500.
b Approved for future payment				
NONE				
Total				► 3b 0.

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12-05-12

Form 990-PF (2012)

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11
2012.04020 THE FLOY L. AND PAUL F. COR 0416-031

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

1 Program service revenue:

a _____
 b _____
 c _____
 d _____
 e _____
 f _____

g Fees and contracts from government agencies

2 Membership dues and assessments**3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****5 Net rental income or (loss) from real estate:**

a Debt-financed property
 b Not debt-financed property

6 Net rental income or (loss) from personal property**7 Other investment income****8 Gain or (loss) from sales of assets other than inventory****9 Net income or (loss) from special events****10 Gross profit or (loss) from sales of inventory****11 Other revenue:**

a _____
 b _____
 c _____
 d _____
 e _____

12 Subtotal. Add columns (b), (d), and (e)

14 132,894.

13 Total. Add line 12, columns (b), (d), and (e)

13 148,579.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

▼

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12-05-12

THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION

Form 990-PF (2012)

43-1635732 Page 13

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a. Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash

- (2) Other assets**
- b Other transactions:**
 - (1) Sales of assets to a noncharitable exempt organization**
 - (2) Purchases of assets from a noncharitable exempt organization**
 - (3) Rental of facilities, equipment, or other assets**
 - (4) Reimbursement arrangements**
 - (5) Loans or loan guarantees**
 - (6) Performance of services or membership or fundraising solicitation**

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee

Data

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Paid Preparer Use Only	Print/Type preparer's name BEVERLY D. VANDIVORT	Preparer's signature <i>Beverly Vandivort</i>	Date 8-23-13	Check <input type="checkbox"/> if self-employed	PTIN P00437201
	Firm's name ► RUBINBROWN LLP			Firm's EIN ► 43-0765316	
	Firm's address ► ONE NORTH BRENTWOOD SAINT LOUIS, MO 63105			Phone no. (314) 290-3300	

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012**Name of the organization****THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION****Employer identification number****43-1635732****Organization type (check one):****Filers of:** **Section:**Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organizationForm 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule** For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.**Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year

► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization

THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION

Employer identification number

43-1635732

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PAUL CORNELSEN INTERIM TRUST 337 WEST LOCKWOOD AVE, STE D ST. LOUIS, MO 63119	\$ 2,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION

Employer identification number

43-1635732

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION

Employer identification number

43-1635732

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ _____*
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION

43-1635732

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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05-01-12

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	132,894.	0.	132,894.
TOTAL TO FM 990-PF, PART I, LN 4	132,894.	0.	132,894.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME TAX REFUND	319.	0.	
HATTERAS INCOME	215.	215.	
TOTAL TO FORM 990-PF, PART I, LINE 11	534.	215.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RUBINBROWN	1,500.	750.		750.
TO FORM 990-PF, PG 1, LN 16B	1,500.	750.		750.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	15,448.	15,448.		0.
OTHER FEES	200.	200.		0.
TO FORM 990-PF, PG 1, LN 23	15,648.	15,648.		0.

Moneta Group
The Floy L. and Paul F. Cornelsen Charitable Foundation
Schwab #8487-4243
Realized Gains and Losses
From 6/30/2012 to 6/30/2013

Open Date	Close Date	Quantity	Security	Amort. or			Gain or Loss	
				Cost Basis	Accretion	Proceeds	Short Term	Long Term
03/19/08	09/24/12	1,115.242	Blackrock Small Cap Growth Equity	23,366.19	0.00	29,980.00	0.00	6,613.81
04/22/10	04/30/13	75,000	CD Brand Bkg Co GA 2.000% Due 04-30-2013	75,000.00	0.00	75,000.00	0.00	0.00
03/19/08	08/17/12	1,428.571	Cohen & Steers International Realty I	20,041.58	0.00	14,980.00	0.00	(5,061.58)
03/19/08	09/24/12	10,156.971	Cohen & Steers International Realty I	142,493.26	0.00	109,980.00	0.00	(32,513.26)
		11,585.542	Cohen & Steers International Realty I	162,534.83	0.00	124,960.00	0.00	(37,574.83)
03/19/08	09/24/12	100.000	iShares Tr Cohen & Steers Realty Majors In	7,966.08	0.00	7,885.83	0.00	(80.25)
03/19/08	08/17/12	37.000	iShares Tr Cohen & Steers Realty Majors In	2,947.08	0.00	2,939.00	0.00	(8.08)
03/19/08	08/17/12	200.000	iShares Tr Cohen & Steers Realty Majors In	15,930.16	0.00	15,886.47	0.00	(43.69)
03/19/08	08/17/12	318.000	iShares Tr Cohen & Steers Realty Majors In	25,332.13	0.00	25,259.50	0.00	(72.63)
03/19/08	09/24/12	500.000	iShares Tr Cohen & Steers Realty Majors In	39,830.39	0.00	39,426.41	0.00	(403.98)
03/19/08	09/24/12	387.000	iShares Tr Cohen & Steers Realty Majors In	30,828.72	0.00	30,516.03	0.00	(312.69)
03/19/08	08/17/12	200.000	iShares Tr Cohen & Steers Realty Majors In	15,930.56	0.00	15,886.47	0.00	(44.09)
03/19/08	09/24/12	13.000	iShares Tr Cohen & Steers Realty Majors In	1,035.59	0.00	1,025.09	0.00	(10.50)
03/19/08	09/24/12	395.000	iShares Tr Cohen & Steers Realty Majors In	31,466.01	0.00	31,146.87	0.00	(319.14)
		2,150.000	iShares Tr Cohen & Steers Realty Majors In	171,266.71	0.00	169,971.67	0.00	(1,295.04)
12/30/11	09/24/12	100.000	iShares Tr MSCI EAFE Sm Cap Index Fd	3,503.30	0.00	3,915.44	412.14	0.00
12/30/11	09/24/12	100.000	iShares Tr MSCI EAFE Sm Cap Index Fd	3,503.30	0.00	3,915.44	412.14	0.00
12/30/11	09/24/12	200.000	iShares Tr MSCI EAFE Sm Cap Index Fd	7,006.61	0.00	7,828.62	822.01	0.00
12/30/11	09/24/12	500.000	iShares Tr MSCI EAFE Sm Cap Index Fd	17,516.52	0.00	19,572.55	2,056.03	0.00
12/30/11	09/24/12	200.000	iShares Tr MSCI EAFE Sm Cap Index Fd	7,006.61	0.00	7,828.62	822.01	0.00
12/30/11	09/24/12	100.000	iShares Tr MSCI EAFE Sm Cap Index Fd	3,503.30	0.00	3,915.44	412.14	0.00
12/30/11	09/24/12	77.000	iShares Tr MSCI EAFE Sm Cap Index Fd	2,697.54	0.00	3,014.89	317.35	0.00
		1,277.000	iShares Tr MSCI EAFE Sm Cap Index Fd	44,737.18	0.00	49,991.00	5,253.82	0.00
03/19/08	09/24/12	1,049.685	Nuveen NWQ Small Cap Value I	23,210.39	0.00	29,980.00	0.00	6,769.61
03/19/08	09/24/12	3,767.898	Oakmark International Small Cap Fd Cl I	50,037.68	0.00	50,000.00	0.00	(37.68)
03/19/08	08/17/12	3,792.010	Turner Midcap Growth Inst	115,770.10	0.00	132,093.63	0.00	16,323.53
03/19/08	09/24/12	42.000	Vanguard Large Cap ETF	2,488.51	0.00	2,793.39	0.00	304.88
03/19/08	09/24/12	100.000	Vanguard Large Cap ETF	5,925.04	0.00	6,650.56	0.00	725.52
03/19/08	09/24/12	200.000	Vanguard Large Cap ETF	11,850.07	0.00	13,301.22	0.00	1,451.15
03/19/08	09/24/12	232.000	Vanguard Large Cap ETF	13,746.08	0.00	15,429.41	0.00	1,683.33

Moneta Group
The Floy L. and Paul F. Cornelsen Charitable Foundation
Schwab #8487-4243
Realized Gains and Losses
From 6/30/2012 to 6/30/2013

Open Date	Close Date	Quantity	Security	Amort. or			Gain or Loss	
				Basis	Accretion	Proceeds	Short Term	Long Term
03/19/08	09/24/12	42.000	Vanguard Large Cap ETF	2,488.51	0.00	2,793.24	0.00	304.73
03/19/08	09/24/12	216.000	Vanguard Large Cap ETF	12,798.08	0.00	14,365.32	0.00	1,567.24
03/19/08	09/24/12	1,584.000	Vanguard Large Cap ETF	93,852.56	0.00	105,345.68	0.00	11,493.12
03/19/08	09/24/12	58.000	Vanguard Large Cap ETF	3,436.52	0.00	3,857.35	0.00	420.83
03/19/08	09/24/12	58.000	Vanguard Large Cap ETF	3,436.52	0.00	3,857.53	0.00	421.01
03/19/08	09/24/12	100.000	Vanguard Large Cap ETF	5,925.04	0.00	6,650.92	0.00	725.88
		2,632.000	Vanguard Large Cap ETF	155,946.93	0.00	175,044.62	0.00	19,097.69
Total Gains							5,253.82	48,804.64
Total Losses							0.00	(38,907.56)
				821,870.02	0.00	837,020.92	5,253.82	9,897.08
Total Realized Gain/Loss			15,150.90					
Short Term Sub Totals				44,737.18	0.00	49,991.00	5,253.82	
Long Term Sub Totals				702,132.84	0.00	712,029.92		9,897.08
Grand Total				821,870.02	0.00	837,020.92	5,253.82	9,897.08

FB

EB

D

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB - US GOVERNMENT	X		237,350.	246,860.
CHARLES SCHWAB - MUNI BONDS		X	261,292.	267,707.
TOTAL U.S. GOVERNMENT OBLIGATIONS			237,350.	246,860.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			261,292.	267,707.
TOTAL TO FORM 990-PF, PART II, LINE 10A			498,642.	514,567.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB - CORPORATE STOCK	4,252,620.	4,820,061.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,252,620.	4,820,061.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB - CDS	COST	488,910.	522,323.
HATTERAS MULTI STRATEGY FUND	COST	254,624.	247,416.
TOTAL TO FORM 990-PF, PART II, LINE 13		743,534.	769,739.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	8
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COPIER	7,519.	1,074.	6,445.
TOTAL TO FM 990-PF, PART II, LN 14	7,519.	1,074.	6,445.

DUPLICATE STATEMENT

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
FLOY L AND PAUL F CORNELSEN CH

Account Number
8487-4243

Statement Period
June 1-30, 2013

Investment Detail - Fixed Income (continued)

CDs & BAs	Par	Market Price	Market Value	Cost Basis	Adjusted Cost Basis	Account Assets Acquired	Unrealized Gain or (Loss)		Estimated Annual Income Yield to Maturity
							% of	Unrealized Gain or (Loss)	
AMER EXP CENT BK 1.35% ¹⁶	100,000.0000	100.2520	100,252.00	100,000.00	100,000.00	1%	252.00	252.00	1,350.00
CD FDIC INS DUE 10/04/16 SALT LAKE CITY UT CUSIP: 02587DL00	100,000.0000	100.0000	100,000.00	100,000.00	100,000.00	09/24/12	252.00	252.00	1.35%
<i>Accrued Interest: 325.48</i>									
DISCOVER BANK NA 5.05% ¹⁴	50,000.0000	105.2450	52,622.50	50,000.00	50,000.00	<1%	2,622.50	2,622.50	2,525.00
CD FDIC INS DUE 09/24/14 GREENWOOD DE CUSIP: 25469JVJ5	50,000.0000	100.0000	50,000.00	50,000.00	50,000.00	09/16/08	2,622.50	2,622.50	5.05%
<i>Accrued Interest: 684.86</i>									
DISCOVER BANK NA 5.25% ¹⁸	50,000.0000	116.0460	58,023.00	50,000.00	50,000.00	<1%	8,023.00	8,023.00	2,625.00
CD FDIC INS DUE 08/13/18 GREENWOOD DE CUSIP: 25469JQY8	50,000.0000	100.0000	50,000.00	50,000.00	50,000.00	08/06/08	8,023.00	8,023.00	5.25%
<i>Accrued Interest: 992.47</i>									
FRONTIER STATE 5.05% ¹⁷	50,000.0000	114.0480	57,024.00	48,935.00	48,935.00	<1%	8,089.00 ^b	8,089.00 ^b	2,525.00
CD FDIC INS DUE 11/21/17 OKLAHOMA CITY OK CUSIP: 359183CT5	50,000.0000	96.1000	48,050.00	48,050.00	48,050.00	11/17/08	8,089.00 ^b	8,089.00 ^b	5.60%
<i>Accrued Interest: 69.18</i>									
GOLDMAN SACHS BK 3.85% ¹⁶	50,000.0000	106.7950	53,397.50	50,000.00	50,000.00	<1%	3,397.50	3,397.50	1,925.00
CD FDIC INS DUE 01/14/16 NEW YORK NY CUSIP: 381426YU3	50,000.0000	100.0000	50,000.00	50,000.00	50,000.00	01/08/09	3,397.50	3,397.50	3.85%
<i>Accrued Interest: 886.03</i>									

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

DUPLICATE STATEMENT

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
FLOY L AND PAUL F CORNELSEN CH

Account Number
8487-4243

Statement Period
June 1-30, 2013

Investment Detail - Fixed Income (continued)

CDS & BAS (continued)	Par	Market Price	Market Value	Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
GOLDMAN SACHS BK 5.15%15	50,000.0000	107.4240	53,712.00	50,000.00	<1%		3,712.00	2,575.00
CD FDIC INS DUE 10/01/15 NEW YORK NY CUSIP: 381426NA9	50,000.0000	100.0000	50,000.00	50,000.00	09/24/08		3,712.00	5.15%
SALLIE MAE BANK 1.1%15	90,000.0000	100.4500	90,405.00	90,000.00	1%		405.00	990.00
CD FDIC INS DUE 10/05/15 MURRAY UT CUSIP: 795450PL3	90,000.0000	100.0000	90,000.00	90,000.00	09/25/12		405.00	1.10%
WACHOVIA MRTG& BK 5.0%13	50,000.0000	100.0000	50,000.00	50,000.00	<1%		0.00	2,500.00
CD FDIC INS DUE 07/03/13 NORTH LAS VEGAS NV CUSIP: 929781ED0	50,000.0000	100.0000	50,000.00	50,000.00	06/30/08		0.00	5.00%
Total CDS & BAS							26,550.00	17,014.00
Total Cost Basis								
Total Fixed Income							407,919.65	27,553.50
Total Cost Basis								
Total Accrued Interest for CDs & BAS: 5,067.44								

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment. Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

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DUPLICATE STATEMENT

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
FLOYD AND PAUL F CORNELSEN C

SCHWAB
INSTITUTIONAL

Account Number	8487-4243
Statement Period	June 1-30, 2013

Investment Detail - Mutual Funds

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

DUPLICATE STATEMENT

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
FLOY L AND PAUL F CORNELSEN CH

Account Number
8487-4243

Statement Period
June 1-30, 2013

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)		Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
PRUDENTIAL JENNISON MID CAP GRWTH Z	5,524.0790	35.4600	195,883.84	3%	32.96	182,093.63	13,790.21
TOUCHSTONE EMRG MKTS EQTY FD CL Y	17,899.4490	11.4700	205,306.68	3%	12.57	225,000.00	(19,693.32)
WILLIAM BLAIR INTL GWTH FD CL I	11,968.9750	23.4300	280,433.08	4%	22.21	258,751.41	21,681.67
Total Mutual Funds	176,075,980						

Investment Detail - Other Assets

Other Assets		Quantity	Market Price	Market Value	% of Account Assets	Acquired	Unrealized Gain or (Loss)
HATTERAS CORE ALT TEE IN E,P	2,611.5120	96.5400		252,115.37	4%		2,115.37
REG LTD PTNRSHP DELWARE	2,611.5120	95.7299	K-1 <4,697>	250,000.00 ^a	09/01/08	K-1 / 247,416	2,115.37
ISHARES TR COHEN & STEER REALTY MAJORS INDEX FD	1,415.0000	80.6200		114,077.30	2%		8,703.23
SYMBOL: ICF Cost Basis	1,072.0000	79.6607		85,396.35	03/19/08	1,028.29	1927 Long-Term
	343.0000	58.2440		19,977.72	06/22/10	7,674.94	1102 Long-Term
				105,374.07			

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DUPLICATE STATEMENT

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Schwab One® Account of
FLOY L AND PAUL F CORNELSEN CH

Account Number
8487-4243

Statement Period
June 1-30, 2013

Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity	Market Price	Market Value	% of Account Assets	Unrealized Gain or (Loss)		Holding Days	Holding Period
					Cost Basis	Acquired		
ISHARES TRUST	3,283,0000	41.9400	137,689.02	2%		18,978.61		
MSCI EAFE SMALL CAP INDEX FUND	100.0000	35.0330	3,503.30	12/30/11	690.70	546	Long-Term	
SYMBOL: SCZ	1,576.0000	35.0330	55,212.06	12/30/11	10,885.38	546	Long-Term	
Cost Basis	207.0000	37.3335	7,728.05	08/17/12	953.53	315	Short-Term	
	1,400.0000	37.3335	52,267.00	08/17/12	6,449.00	315	Short-Term	
VANGUARD LARGE CAP SYMBOL: VV	22,668,0000	73.4100	1,664,057.88	23%		304,295.80		
	174.0000	59.2503	10,309.56	03/19/08	2,463.78	1927	Long-Term	
	200.0000	59.2503	11,850.07	03/19/08	2,831.93	1927	Long-Term	
	1,500.0000	59.2503	88,875.53	03/19/08	21,239.47	1927	Long-Term	
	3,500.0000	59.2503	207,376.24	03/19/08	49,558.76	1927	Long-Term	
	4,898.0000	59.2503	290,208.23	03/19/08	69,353.95	1927	Long-Term	
	7,700.0000	59.2503	456,227.71	03/19/08	109,029.29	1927	Long-Term	
	450.0000	44.4978	20,024.05	10/08/08	13,010.45	1724	Long-Term	
	100.0000	64.7406	6,474.06	08/17/12	866.94	315	Short-Term	
	100.0000	64.7411	6,474.11	08/17/12	866.89	315	Short-Term	
	146.0000	64.7410	9,452.20	08/17/12	1,265.66	315	Short-Term	
	900.0000	64.7411	58,267.00	08/17/12	7,802.00	315	Short-Term	
Cost Basis	3,000.0000	64.7411	194,223.32	08/17/12	26,006.68	315	Short-Term	
Total Other Assets	21,977,5120		2,167,939.57	31%		334,003.01		
Total Cost Basis	1,583,8417		1,535,946.56					
Cost	1,583,8417		1,535,946.56					

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

2012 DEPRECIATION AND AMORTIZATION REPORT FORM 990-PF PAGE 1

990-PF

2228102
05-01-12

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form 4562

Department of the Treasury
Internal Revenue Service (99)Depreciation and Amortization 990-PF
(Including Information on Listed Property)

► See separate instructions. ► Attach to your tax return.

OMB No 1545-0172

2012

Attachment
Sequence No 179

Name(s) shown on return

THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION

Business or activity to which this form relates

FORM 990-PF PAGE 1

Identifying number
43-1635732

Part I | Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000.
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4 Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7 Listed property. Enter the amount from line 29	7	
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction. Enter the smaller of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11 Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12 Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12 ► 13	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II | Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III | MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ► <input type="checkbox"/>		18

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property		7,519.	7 YRS.	HY	200DB	1,074.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27 5 yrs	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life				S/L
b 12-year			12 yrs.	S/L
c 40-year	/		40 yrs	MM

Part IV | Summary (See instructions.)

21 Listed property. Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	1,074.
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

216251
12-28-12 LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2012)

THE FLOY L. AND PAUL F. CORNELSEN
CHARITABLE FOUNDATION

43-1635732 Page 2

Form 4562 (2012)

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

26 Property used more than 50% in a qualified business use:

	%							
	%							
	%							

27 Property used 50% or less in a qualified business use:

	%				S/L			
	%				S/L			
	%				S/L			

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1

28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle						
						Yes	No	Yes	No	Yes	No
30 Total business/investment miles driven during the year (do not include commuting miles)											
31 Total commuting miles driven during the year											
32 Total other personal (noncommuting) miles driven											
33 Total miles driven during the year. Add lines 30 through 32											
34 Was the vehicle available for personal use during off-duty hours?											
35 Was the vehicle used primarily by a more than 5% owner or related person?											
36 Is another vehicle available for personal use?											

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization						
	(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year

42 Amortization of costs that begins during your 2012 tax year:

43 Amortization of costs that began before your 2012 tax year

43

44 Total. Add amounts in column (f). See the instructions for where to report

44